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Please do not write in this margin

Please complete legibly, preferably in black type, or bold block lettering

* insert full name of company

† distinguish between ordinary preferences, etc.

§ complete (a) or (b) as appropriate

COMPANIES FORM No. 88(2)(Rev 1988) Return of allotments of shares

Pursuant to section 88(2) of the Companies Act 1985 (the Act)

To the Registrar of Companies (address overleaf) (see note 1)

88(2)

(REVISED 1988)
This form replaces forms
PUC2, PUC3 and 88(2)

Company number

3505836

1. Name of Company

TU FINANCE (NO. 1) LIMITED

2. This section must be completed for all allotments

Description of shares †	ORDINARY	7		
A Number allotted	2,455,70	5,199		
B Nominal value of each	\$ \$1	£	£	
C Total amount (if any) paid or due and payable on each share (including premium if any)	\$ \$1	£	£	

Date(s) on which the shares were allotted

31 MAY

(a) on

19⁹⁸ §, o

b) [from

19

19

] §,

The names and addresses of the allottees and the number of shares allotted to each should be given overleaf

3. If the allotment is wholly or partly other than for cash the following information must be given (see notes 2 & 3)

D Extent to which each share is to be treated as paid up. Please use percentage.

E Consideration for which the shares were allotted

NOTES

- 1. This form should be delivered to the Register of Companies within one month of the (first) date of allotment.
- 2. If the allotment is wholly or partly other than for cash, the company must deliver to the registrar a return containing the information at D & E. The company may deliver this information by completing D & E and the delivery of the information must be accompanied by the duly stamped contract required by section 88(2)(b) of the Act or by the duly stamped prescribed particulars required by section 88(3) (Form No 88(3)).
- 3. Details of bonus issues should be included only in section 2.

Presentor's name address, telephone number and reference (if any):

REF: PAJS/Z859505

NORTON ROSE KEMPSON HOUSE CAMOMILE STREET LONDON EC3A 7AN DX 85 LONDON For official Use

Post room

KLO *KZWEL75Q* 2558 COMPANIES HOUSE 18/06/98

4. Names and addresses of the allottees

Please do not write in this margin

Please complete legibly, preferably in black type, or bold block lettering

Names and Addresses	Number of s	hares aliotted	
	Ordinary	Preference	Other
TU FINANCE (NO. 1) HOLDINGS, INC.	368,355,7	80	
ENERGY PLAZA			
1601 BRYAN STREET			
DALLAS			
TEXAS 75201			
USA			
TU UNITED KINGDOM HOLDINGS, INC. ENERGY PLAZA	2,087,349	,419	
1601 BRYAN STREET			
DALLAS			
TEXAS 75201			
USA			
Total	2,455,705,	199	

Where the space given on this form is inadequate, continuation
sheets should be used and the number of sheets attached should
be indicated in the box opposite:

‡Insert Director, Secretary, Administrator, Administrative Receiver or Receiver (Scotland) as appropriate

Director

Designation Administrative receiver Date 17 June 1998 Companies régistered in England and Wales

or Wales should deliver this form to:

The Registrar of Companies Companies House Crown Way Maindy Cardiff CF4 3UZ

Companies registered in Scotland should deliver this form to:

The Registrar of Companies Companies Registration Office 37 Castle Terrace Edinburgh EH1 2EB